

AMENDMENT TO MEMORANDUM OF UNDERSTANDING
Office Supplies and Products
OMNIA Partners, Public Sector and City of Tamarac
Contact No. 19-21R
MOU061
City of Lincoln, Lancaster County and
City of Lincoln-Lancaster County Public Building Commission
Name Change and Renewal
Office Depot, Inc. to Office Depot, LLC

This Amendment is hereby entered into by and between Office Depot, LLC, successor-in-interest by merger to Office Depot, Inc., 6600 Military Trail, Boca Raton, FL 33496 (hereinafter "Contractor"), per Attachment A, and the City of Lincoln, Lancaster County and the City of Lincoln-Lancaster County Public Building Commission (hereinafter "Owners"), for the purpose of amending the Memorandum of Understanding (MOU) dated November 19, 2019 executed under City Executive Order No. 93807, and County Contract C-19-0844, dated November 19, 2019, and executed by the City of Lincoln-Lancaster County Public Building Commission, on October 8, 2019, for Office Supplies and Products, OMNIA Partners, Public Sector and City of Tamarac Contract No. 19-21R, MOU061, which is made a part of this amendment by this reference.

WHEREAS, the original term of the MOU is October 14, 2019 through October 13, 2020, with the option to renew for seven (7) additional one (1) year terms upon written mutual consent by all parties; and

WHEREAS, the parties hereby change the name reflected in the MOU from Office Depot, Inc. to Office Depot, LLC as stated per Attachment A; and

WHEREAS, the parties hereby renew the MOU for an additional one (1) year term beginning October 14, 2020 through October 13, 2021; and

WHEREAS, the expenditures for the City of Lincoln for the term of this renewal shall not exceed \$400,000.00 without approval by the City of Lincoln; and

WHEREAS, the expenditures for Lancaster County for the term of this renewal shall not exceed \$240,000.00 without approval by the Lancaster County Board; and

WHEREAS, the expenditures for the City of Lincoln-Lancaster County Public Building Commission for the term of this renewal shall not exceed \$3,000.00 without approval by the Public Building Commission; and

NOW, THEREFORE, IN CONSIDERATION of the mutual covenants contained in the MOU under City Executive Order No. 93807 and County Contract C-19-0844, all amendments thereto, and as stated herein, the parties agree as follows:

- 1) The parties hereby change the name reflected in the MOU from Office Depot, Inc. to Office Depot, LLC as stated per Attachment A.
- 2) The parties hereby renew the MOU for an additional one (1) year term beginning October 14, 2020 through October 13, 2021.
- 3) The expenditures for the City of Lincoln for the term of this renewal shall not exceed \$400,000.00 without approval by the City of Lincoln.
- 4) The expenditures for Lancaster County for the term of this renewal shall not exceed \$240,000.00 without approval by the Lancaster County Board.
- 5) The expenditures for the City of Lincoln-Lancaster County Public Building Commission for the term of this renewal shall not exceed \$3,000.00 without approval by the Public Building Commission.
- 6) All other terms of the MOU, not in conflict with this Amendment, shall remain in force and effect.

Revised 6/24/2015

The Parties do hereby agree to all the terms and conditions of this Amendment. This Amendment shall be binding upon the parties, their heirs, administrators, executors, legal and personal representatives, successors, and assigns.

IN WITNESS WHEREOF, the Parties do hereby execute this Amendment upon completion of signatures on:

Vendor Signature Page

City of Lincoln Signature Page

Lancaster County Signature Page

City of Lincoln-Lancaster County Public Building Commission Signature Page

Vendor Signature Page

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Please sign, date and return within 2 days of receipt.

Mail to: City/County Purchasing
Attn: Lori L. Irons
440 So. 8th St., Ste. 200
Lincoln, NE 68508
Or email to: llirons@lincoln.ne.gov

Company Name:	Office Depot, LLC as successor-in-interest to Office Depot, Inc.
By: (Please Sign)	
By: (Please Print)	Paul Robinson
Title:	Vice President
Company Address:	6600 N. Military Trail, Boca Raton, Florida 33496
Company Phone & Fax:	1-800-463-3768
E-Mail Address:	
Date:	
Contact Person for Orders or Service	Tammy Miner
Contact Phone Number:	510-821-0959

City of Lincoln Signature Page

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EXECUTION BY THE CITY OF LINCOLN, NEBRASKA

ATTEST:

City Clerk

CITY OF LINCOLN, NEBRASKA

Leirion Gaylor Baird, Mayor

Approved by Executive Order No. _____

dated _____

Lancaster County Signature Page

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EXECUTION BY LANCASTER COUNTY, NEBRASKA

Contract Approved as to Form:

The Board of County Commissioners of
Lancaster, Nebraska

Deputy Lancaster County Attorney

dated _____

**City of Lincoln-Lancaster County Public Building Commission
Signature Page**

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EXECUTION BY LINCOLN-LANCASTER COUNTY PUBLIC BUILDING COMMISSION

ATTEST:

Public Building Commission Attorney

Chairperson, Public Building Commission

dated _____

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"OFFICE DEPOT, INC.", A DELAWARE CORPORATION,
WITH AND INTO "OFFICE DEPOT, LLC" UNDER THE NAME OF "OFFICE
DEPOT, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE ON THE THIRTIETH DAY OF JUNE, A.D. 2020, AT 9:32
O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF
JUNE, A.D. 2020 AT 8 O'CLOCK P.M.



3033159 8100M
SR# 20205982877

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 203199146
Date: 06-30-20

**CERTIFICATE OF MERGER
OF
OFFICE DEPOT, INC.
(a Delaware corporation)
with and into
OFFICE DEPOT, LLC
(a Delaware limited liability company)**

Pursuant to Title 8, Sections 251(g) and 264 of the General Corporation Law of the State of Delaware and

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act

Office Depot, LLC, a Delaware limited liability company, does hereby certify:

FIRST: The name, jurisdiction of formation or organization or state of domicile and type of entity of each constituent entity to this merger are as follows:

Name	Jurisdiction of Formation or Organization or State of Domicile	Type of Entity
Office Depot, Inc.	Delaware	Corporation
Office Depot, LLC	Delaware	Limited Liability Company

SECOND: An Agreement and Plan of Merger, dated as of June 30, 2020 (the "Merger Agreement"), by and among Office Depot, Inc., a Delaware corporation (the "Disappearing Corporation"), The ODP Corporation, a Delaware corporation and a direct, wholly owned subsidiary of the Disappearing Corporation ("Holdco"), ODP Investment, LLC, a Delaware limited liability company and a direct, wholly owned subsidiary of Holdco ("ODP Investment"), and Office Depot, LLC, a Delaware limited liability company and a direct, wholly owned subsidiary of ODP Investment (the "Surviving Company"), has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with Section 251(g) and Section 264 of the General Corporation Law of the State of Delaware and in accordance with Section 18-209 of the Delaware Limited Liability Company Act, and each of the conditions specified in Section 251(g) of the General Corporation Law of the State of Delaware has been satisfied.

THIRD: The name of the Surviving Company is Office Depot, LLC.

FOURTH: The merger shall become effective as of 8:00 p.m., Eastern Time, on June 30, 2020.

FIFTH: The executed Merger Agreement is on file at the office and place of business of the Surviving Company at 6600 North Military Trail, Boca Raton, FL 33496.

SIXTH: A copy of the Merger Agreement will be provided, upon request and without cost, to (a) any stockholder of the Disappearing Corporation or (b) any member of the Surviving Company.

[Signature Page Follows]

IN WITNESS WHEREOF, the Surviving Company has caused this Certificate of Merger to be signed by an authorized officer this 30th day of June, 2020.

OFFICE DEPOT, LLC

By: 

Name: N. David Bleisch

Title: EVP, Chief Legal &
Administrative Officer

[Signature Page to Certificate of Merger]